

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

TOBY BOYCE, Derivatively on Behalf of
Nominal Defendant SPRUCE POWER
HOLDING CORPORATION,

Plaintiff,

v.

JONATHAN J. LEDECKY, BRIAN PIERN,
THOMAS J. HYNES III, DIMITRI N.
KAZARINOFF, JAMES H.R. BRADY, KEVIN
GRIFFIN, CHRISTOPHER M. HAYES,
SARAH SCLARSIC, DEBORA M. FRODL,
NIHARIKA T. RAMDEV, DECLAN P.
FLANAGAN, EFRAT EPSTEIN, and
KATRINA ADAMS,

Defendants,

and

SPRUCE POWER HOLDING
CORPORATION,

Nominal Defendant.

Case No. 1:23-cv-08591-JLR

JOINT STIPULATION OF VOLUNTARY DISMISSAL AND ~~PROPOSED~~ ORDER

WHEREAS, pursuant to Fed. R. Civ. P. 23.1(c) (“Rule 23.1”), Plaintiff and Defendants (collectively, the “Parties”) hereby jointly agree that the Action should be dismissed without prejudice as to the named Plaintiff only; and

WHEREAS, no compensation in any form has passed directly or indirectly from any of the Defendants to the Plaintiff or counsel for Plaintiff, and no promise to give any such compensation has been made.

NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by the Parties,

through their undersigned counsel, subject to the approval of the Court, as follows:

1. Pursuant to Fed. R. Civ. P. 23.1(c), the Action is dismissed without prejudice.
2. Due to the related shareholder derivative actions *Kay v. Frodl, et al.*, C.A. No. 22-cv-10977 (D. Mass.) and *In re Spruce Holding Corp. S'holder Deriv. Litig.*, C.A. No. 1:23-cv-00289 (D. Del.), absent shareholders will not be prejudiced and therefore, notice of dismissal pursuant to Rule 23.1 to Spruce Power Holding Corporation shareholders is not necessary.
3. The Parties agree to each bear their own costs.

Dated: March 25, 2024

Respectfully submitted,

By: /s/ Joshua M. Lifshitz

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Counsel for Defendant Thomas J. Hynes III

SO ORDERED this 25th day of March, 2024

The Clerk of Court is respectfully
directed to terminate the pending
motions and close the case.



Judge Jennifer L. Rochon